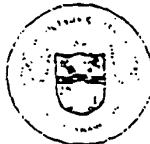


State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "KLA INSTRUMENTS CORPORATION", CHANGING ITS NAME FROM "KLA INSTRUMENTS CORPORATION" TO "KLA-TENCOR CORPORATION", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF APRIL, A.D. 1997, AT 1:45 O'CLOCK P.M.



Edward J. Freel, Secretary of State

0814199 3100

971153559

AUTHENTICATION:

DATE:

8460238

05-12-97